

(Translation from the Polish language)



**Contents of the draft resolutions to be voted on during session  
of the Extraordinary General Meeting of Shareholders  
of KOPEX S.A. on 07 July 2015**

➤ ***Draft resolution to item 1 of the Extraordinary General Meeting agenda***

**RESOLUTION No. 1  
of the Extraordinary General Meeting of Shareholders  
of KOPEX Spółka Akcyjna based in Katowice  
on 07 July 2015  
on election of Chairperson of the General Meeting**

1. The Extraordinary General Meeting of Shareholders of KOPEX Spółka Akcyjna acting pursuant to Art.409 Par.1 of the Commercial Companies Code elects Mrs./Mr..... as Chairperson of the General Meeting.

2. The resolution becomes effective on the day of its adoption.

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➤ ***Draft resolution to item 3 of the Extraordinary General Meeting agenda***

**RESOLUTION No. 2  
of the Extraordinary General Meeting of Shareholders  
of KOPEX Spółka Akcyjna based in Katowice  
on 07 July 2015  
on the adoption of the agenda**

1. The Extraordinary General Meeting of KOPEX Spółka Akcyjna resolves to adopt the agenda consistent with the version published on KOPEX Spółka Akcyjna website at [www.kopex.com.pl](http://www.kopex.com.pl) on 09 June 2015 and with the contents of the current report No.19/2015 issued by the Company on 09 June 2015 on the convening notice of the Extraordinary General Meeting of Shareholders KOPEX S.A. on 07 July 2015.

2. The resolution becomes effective on the day of its adoption.

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➤ ***Draft resolution to item 4 of the Extraordinary General Meeting agenda***

**RESOLUTION No. 3  
of the Extraordinary General Meeting of Shareholders  
of KOPEX Spółka Akcyjna based in Katowice  
on 07 July 2015  
on the amendments in Par.21 Cl.2 of the Statutes of Association of KOPEX Spółka Akcyjna**

Par.1

The Extraordinary General Meeting of KOPEX Spółka Akcyjna, acting pursuant to Art. 415 Par. 1, Art. 430 Par. 1 and Par.5 of the Commercial Companies Code as well as pursuant to Par. 54 Cl. 2 Item 1) of the Statutes of Association of KOPEX S.A. resolves to amend the prior wording of Par.21 Cl.2 of the Statutes of Association of KOPEX Spółka Akcyjna into the following wording :

“Cooperation of two Management Board members or the Management Board member together with a proxy is necessary to make declarations on behalf of the Company, however, cooperation of a Management Board member both with an independent commercial proxy and a joint commercial proxy is also admissible”.

Par.2

The Extraordinary General Meeting of KOPEX S.A. authorizes the Supervisory Board of KOPEX S.A. to establish a uniform text of the amended Statutes of Association in accordance with Par. 1 of this Resolution.

Par.3

The resolution becomes effective on the day of its adoption, however the amendment to the Statutes of Association, referred to in Par. 1 of this Resolution shall be effective on the date of registration of the amendments to the Statutes of Association by a Registry Court relevant to the Company.



Management Board  
Member  
Chief Sales Officer

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**Piotr Broncel**

Management Board  
Member  
Chief Research and  
Development Officer

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**Andrzej Meder**

Management Board  
Member  
Chief Financial Officer

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**Joanna Węgrzyn**

Management Board  
President  
Chief Executive Officer

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**Józef Wolski**